

ULTIMATE

X-MEN®

ISSUE
38

BLOCKBUSTER: PART 4



DIRECT EDITION

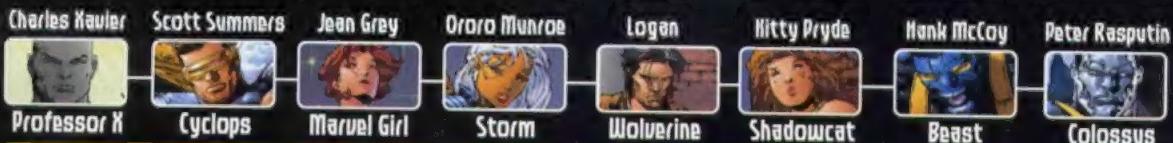


03811

59606 05047 5
\$2.25 US \$3.75 CAN

BENDIS
FINCH
THIBERT

MARVEL



BLOCKBUSTER PART FIVE

Professor Charles Xavier brought them together to bridge the gap between humanity and those born with strange and amazing powers: Cyclops, Marvel Girl, Storm, Iceman, Shadowcat, Beast, Colossus and Wolverine. They are the X-Men, soldiers for Xavier's war to bring peace between man and mutant!

Years ago, a covert military group called Weapon X discovered a mutant blessed with claws and a healing factor. They wiped his memory, coated his skeleton in the unbreakable metal adamantium and turned him into a weapon. This weapon, once known only as Logan, was given a new name... Wolverine.

PREVIOUSLY IN ULTIMATE X-MEN:

Things are bad for Wolverine. A covert military group, whose motives are mysterious, has been hunting him for days. It started when he was shot up at a diner. He barely escaped with his life. He retreated to Peter Parker's, A.K.A. Spider-Man's, house in Queens to heal. His healing was cut short when the group arrived in Queens. Wolverine and Spider-Man barely escaped and went to Manhattan.

The group even found them there, and kept the assault up pushing them into Hell's Kitchen. There they encountered Hell's Kitchen's protector, Daredevil. Daredevil helped Spider-Man and Wolverine, but not without further damage to Wolverine.

Wolverine faced the leader of the group on a rooftop, but was given no answers as to her motives. The confrontation was cut short when she was rescued by her group in helicopters. Before flying off, they took the opportunity to shoot Wolverine even more. Exhausted from the severe beating he had received over the last few days, Wolverine fell unconscious. The last thing he saw before he went unconscious was the X-Men, coming to his rescue.



Stan Lee presents:

ULTIMATE X-MEN

Brian Michael Bendis story

pencils David Finch

Art Thibert inks

Dave Stewart
colors

Chris Eliopoulos
letters

Mackenzie Cadenhead
assistant editor

Nick Lowe
assistant editor

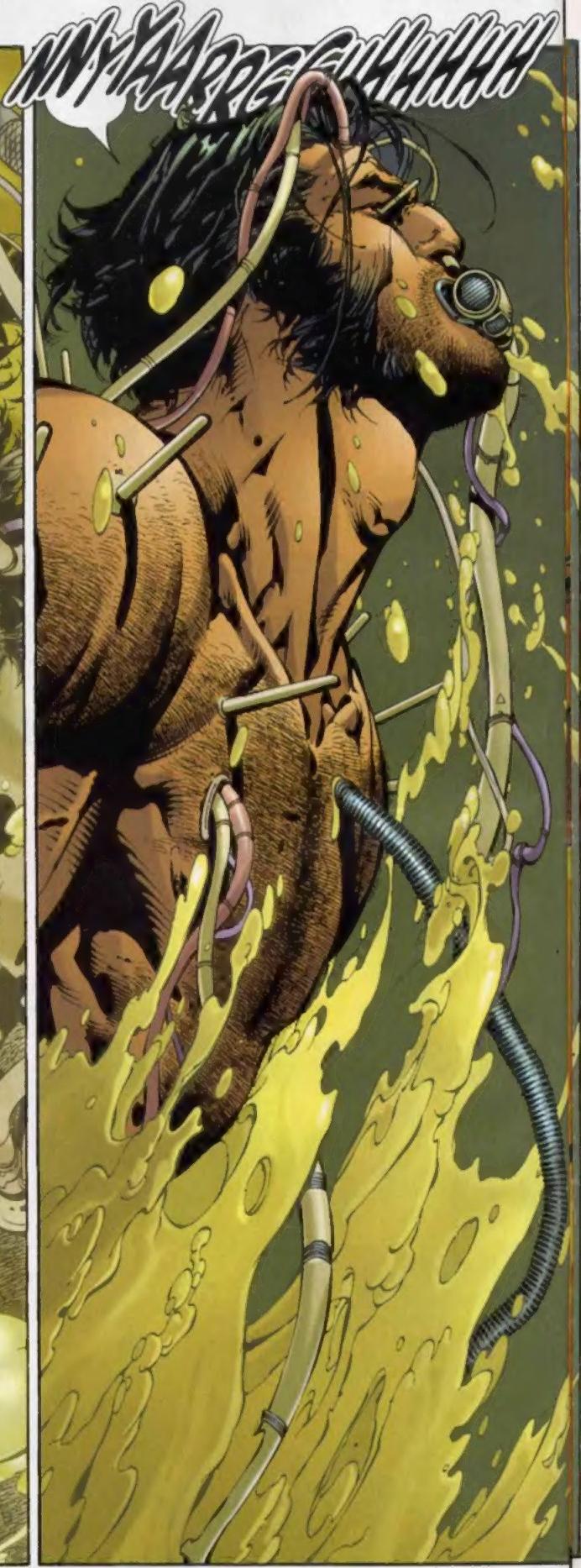
C.B. Cebulski
associate editor

Ralph Macchio
editor

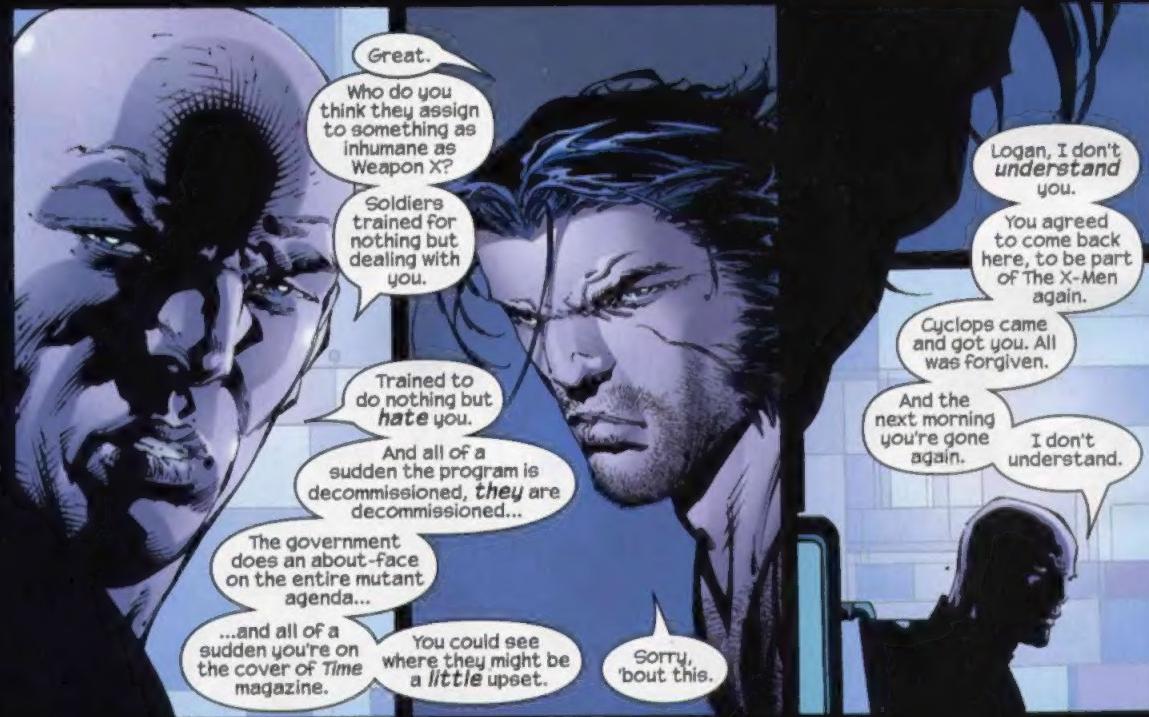
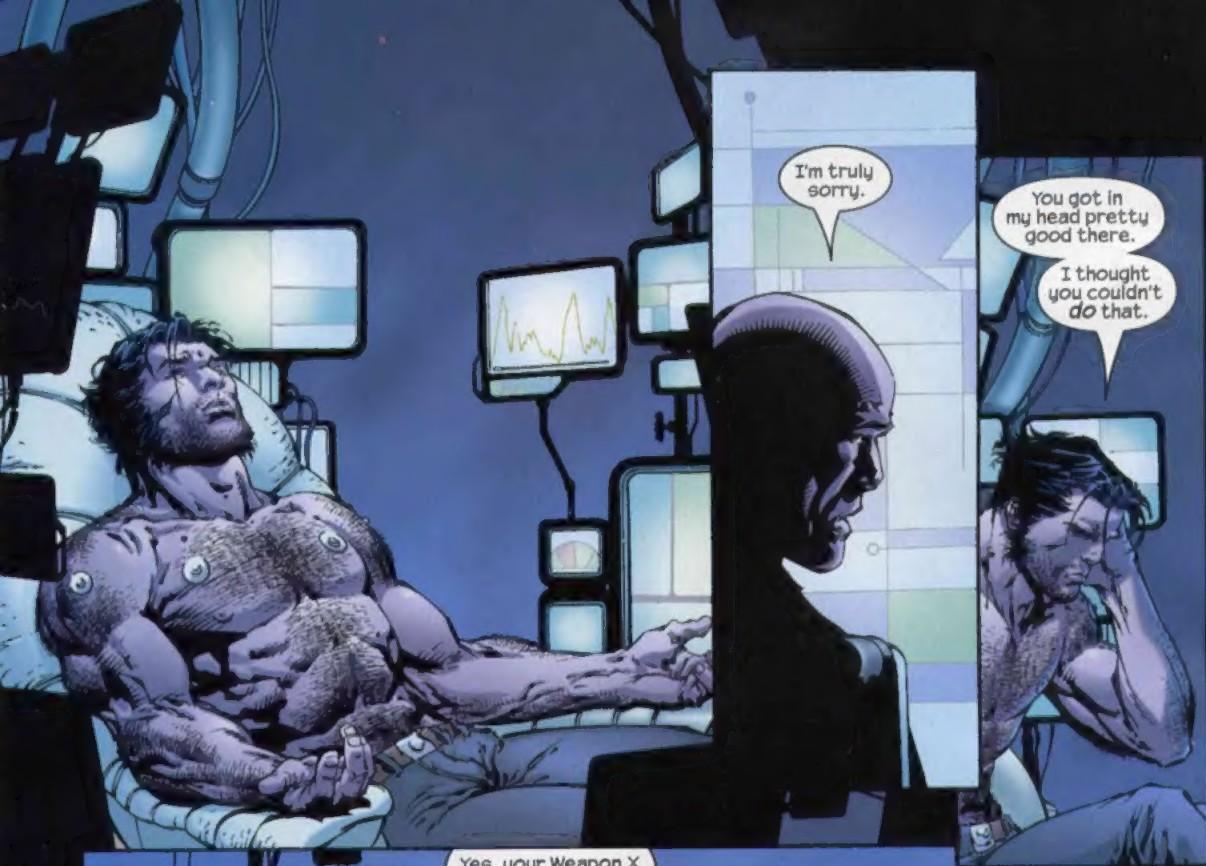
Joe Quesada
editor in chief

Bill Jemas
president G Inspiration

ULTIMATE X-MEN (ISSN #1535-6957) Vol. 1, No. 38, December, 2003. Published monthly except semi-monthly January, April, and May by MARVEL COMICS, a division of MARVEL ENTERTAINMENT GROUP, INC. OFFICE OF PUBLICATION: 10 East 40th Street, New York, NY 10016. PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2003 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.25 per copy in the U.S. and \$3.75 in Canada (GST #R127032852) in the direct market and \$2.99 per copy in the U.S. and \$4.75 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #4066537. Printed in Canada. Subscription rate (U.S. dollars) for 12 issues: U.S. \$27.00; Canada \$37.00; Foreign \$39.00. POSTMASTER: SEND ALL ADDRESS CHANGES TO ULTIMATE X-MEN, C/O MARVEL SUBSCRIPTION DEPT. P.O. BOX 32 NEWBURGH, NY 12551. TELEPHONE # (800) 217-9158. FAX # (845) 586-7020. subscriptions@marvel.com. ALLEN LIPSON, Chief Executive Officer and General Counsel; AVI ARAD, Chief Creative Officer; GUI KARYO, Chief Information Officer; DAVID BOGART, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Russell Brown, Executive Vice President, Consumer Products, Promotions and Media Sales at rbrown@marvel.com or 212-576-8561.









My
answer
is no.

If you can't
control Logan,
we will do it
for you.

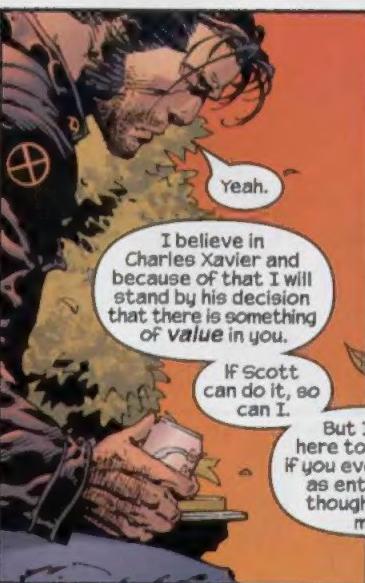
We will
keep you
updated.

Fury
out.









If Scott can do it, so can I.

But I came here to say that if you ever so much as entertain a thought about me...

A romantic thought...



I will use my power to stop your heart.

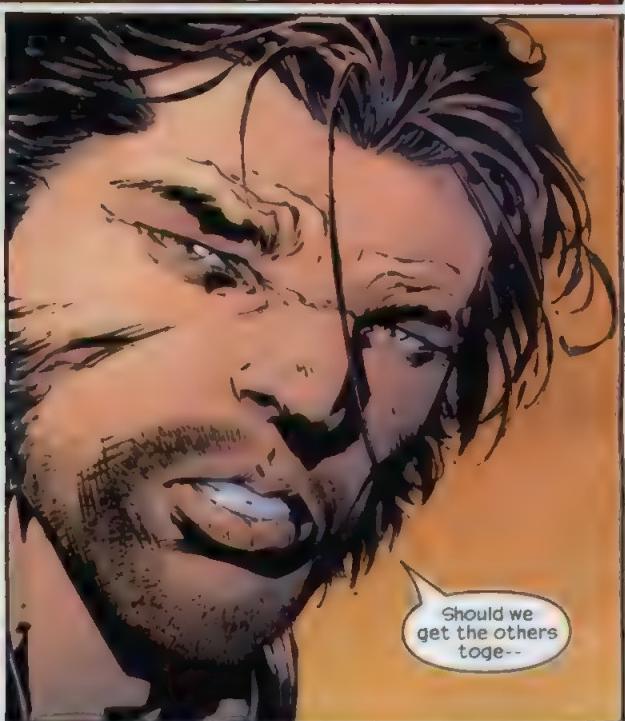
I will telekinetically detach your brain stem from the rest of your body.

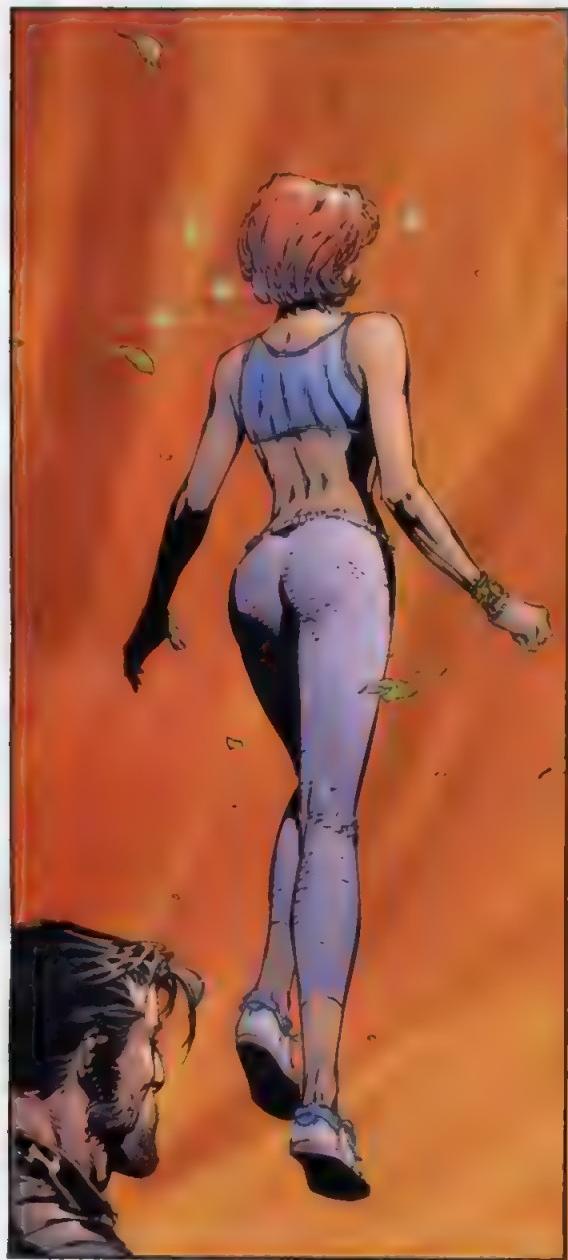
Do you understand me?



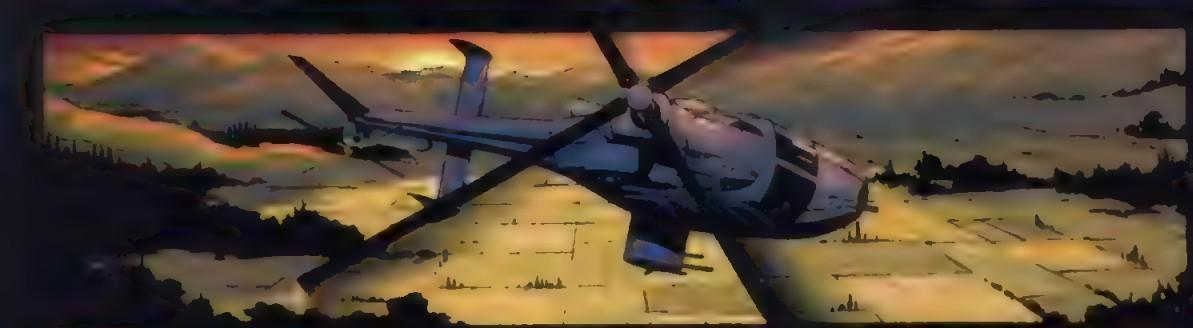
You better do something...



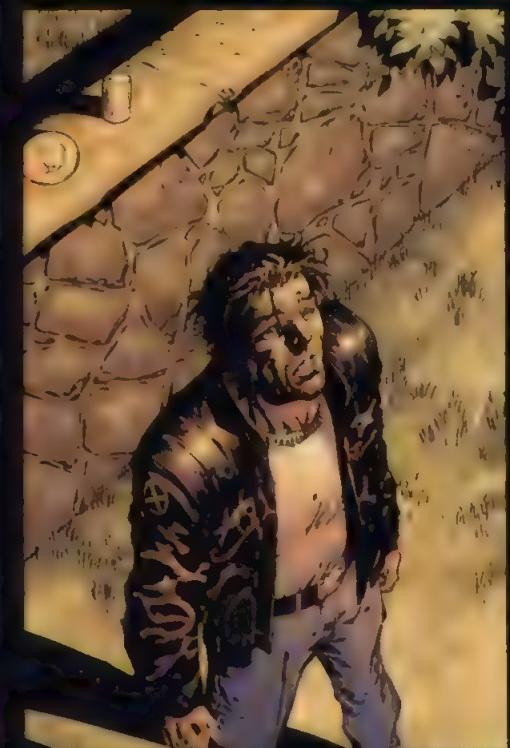




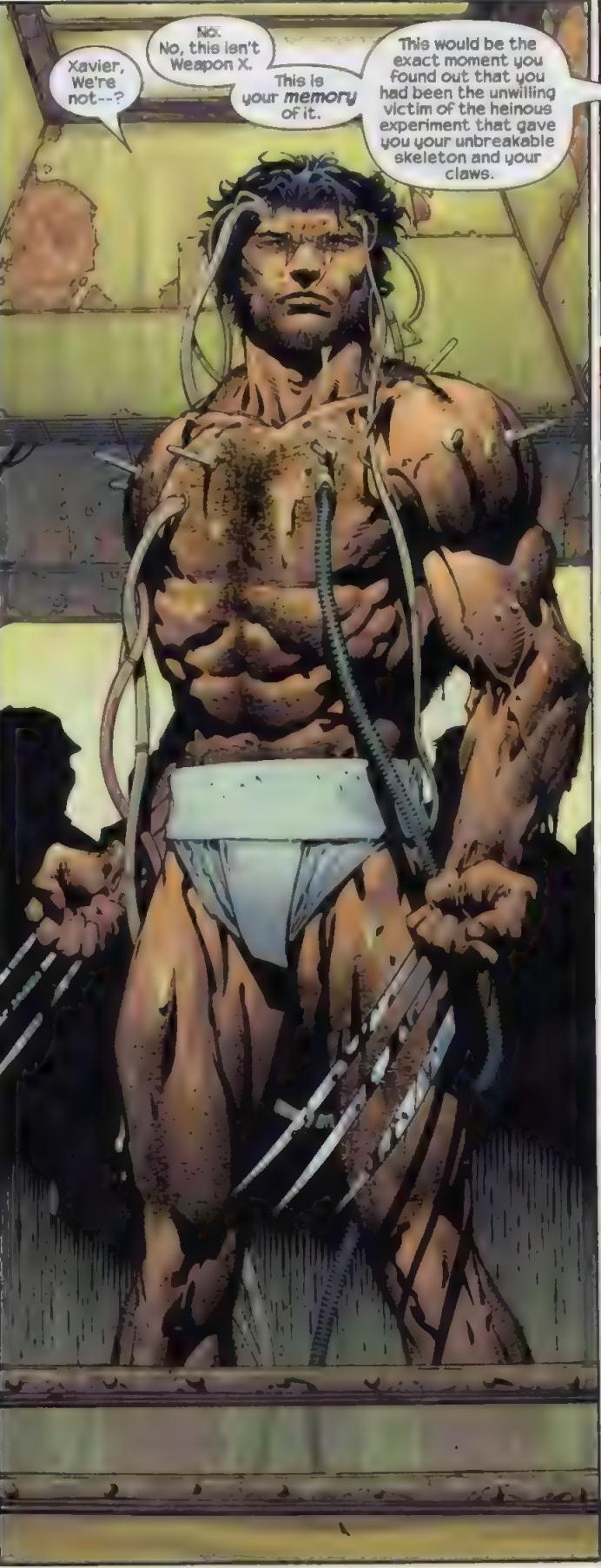




FA BOOM!



To be continued...

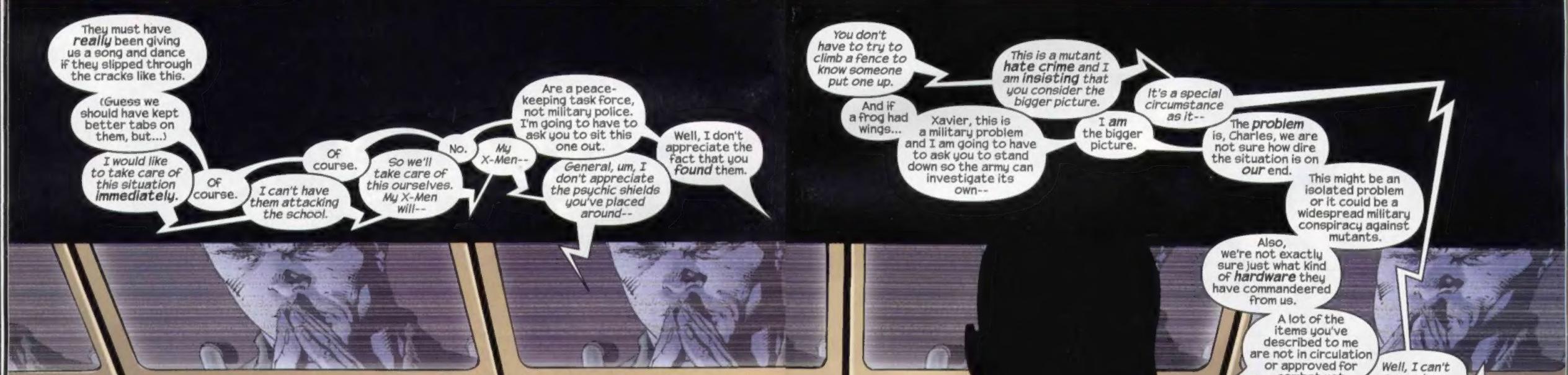


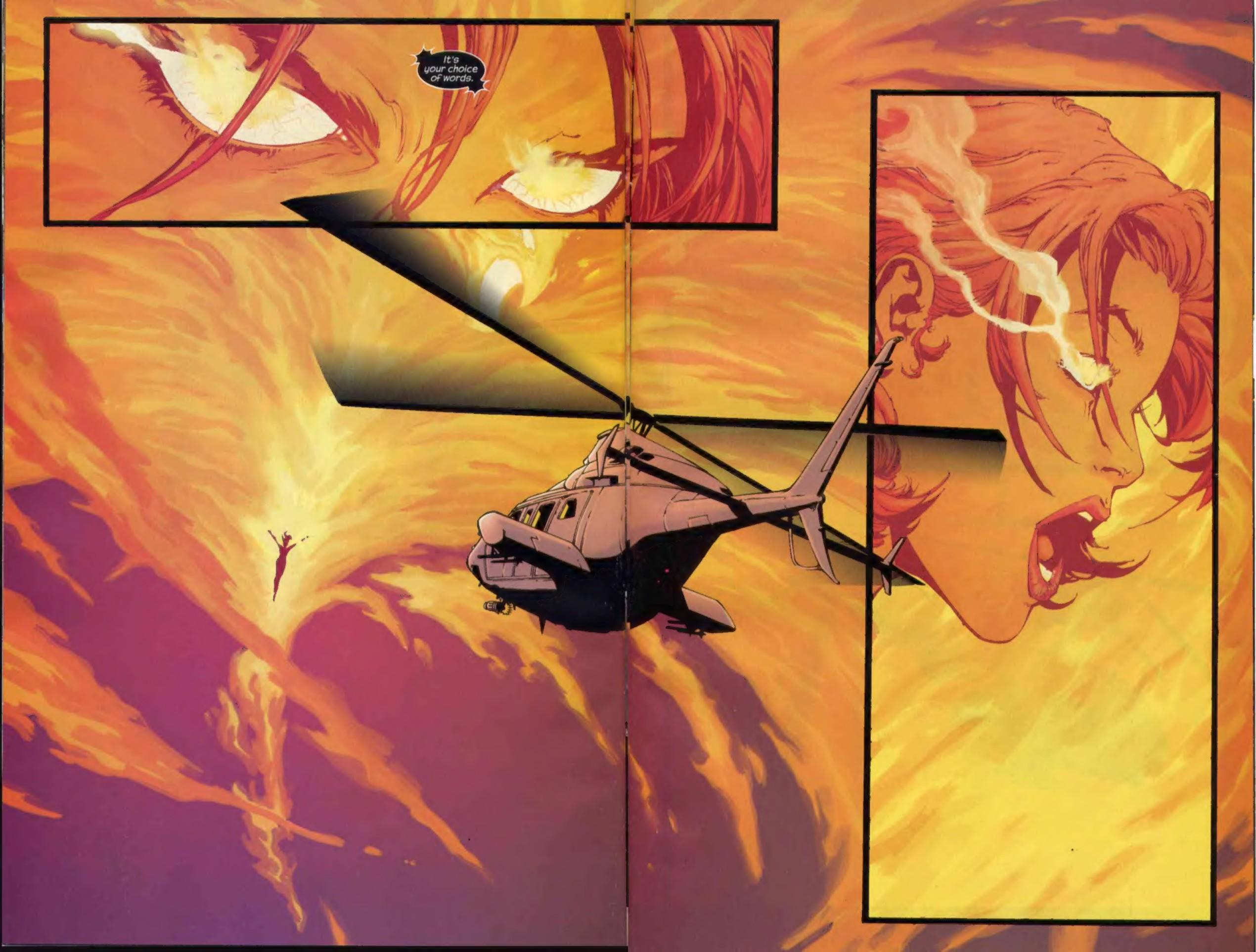
John Wraith

John Wraith

John Wraith







It's
your choice
of words.



